

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MASSACHUSETTS**

FRED DEN, on behalf of himself and all others  
similarly situated,

Plaintiff,

vs.

BOSTON COMMUNICATIONS GROUP, INC.,  
KAREN A WALKER and EDWARD H. SNOWDEN,

Defendants.

Civil Action No.: 03-cv-12211 DPW

RONALD C. WON, on behalf of himself and all others  
similarly situated,

Plaintiff,

vs.

BOSTON COMMUNICATIONS GROUP, INC.,  
KAREN A WALKER and EDWARD H. SNOWDEN,

Defendants.

Civil Action No.: 03-cv-12244 DPW

MICHAEL F. STALKA, on behalf of himself and all  
others similarly situated,

Plaintiff,

vs.

BOSTON COMMUNICATIONS GROUP, INC.,  
KAREN A WALKER and EDWARD H. SNOWDEN,

Defendants.

Civil Action No.: 03-cv-12486 WGY

**[PROPOSED] ORDER**

Having considered the Motion of Michael F. Stalka's for Consolidation, Appointment as Lead Plaintiff, and Approval of Selection of Lead Counsel, and the Memorandum of Law and Declaration of Theodore M. Hess-Mahan, Esq. in support thereof, and good cause appearing therefor:

### **CONSOLIDATION**

1. The Actions (as defined in the accompanying Memorandum of Law) and any other actions are hereby consolidated into one action (hereinafter, the “Consolidated Action”) for all purposes, pursuant to Federal Rules of Civil Procedure 42. This Order (the “Order”) shall apply as specified to the Consolidated Action and to each case that relates to the same subject matter that is subsequently filed in this Court or transferred to this Court and is consolidated with the Consolidated Action.

### **MASTER DOCKET AND MASTER FILES**

2. A Master File is hereby established for this proceeding. The Master File shall be 03-cv-12211. The Clerk shall file all pleadings in the Master File and note such filings on the Master Docket.

3. An original of this Order shall be filed by the Clerk in the Master File.

4. The Clerk shall mail a copy of this Order to counsel of record in the Consolidated Actions.

### **CAPTION OF THE CASE**

5. Every pleading filed in the Consolidated Action shall have the following caption:

-----X  
IN RE BOSTON COMMUNICATIONS GROUP, :  
INC., SECURITIES LITIGATION : 03-cv-12211  
-----X

**NEWLY-FILED OR TRANSFERRED ACTIONS**

6. This Court requests the assistance of counsel in calling to the attention of the Clerk of this Court the filing or transfer of any case that might properly be consolidated as part of the Consolidated Action.

7. When a case that arises out of the same subject matter of the Consolidated Action is hereinafter filed in this Court or transferred from another Court, the Clerk of this Court shall:

- a. File a copy of this Order in the separate file for such action;
- b. Mail a copy of this Order to the attorneys for the plaintiff(s) in the newly-filed or transferred case and to any new defendant(s) in the newly-filed or transferred case; and
- c. Make the appropriate entry in the Master Docket for the Consolidated Action.

8. Each new case that arises out of the subject matter of the Consolidated Action which is filed in this Court or transferred to this Court, shall be consolidated with the Consolidated Action and this Order shall apply thereto, unless a party objects to consolidation, as provided for herein, or any provision of this Order, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party, by filing an application for relief and this Court deems it appropriate to grant such application. Nothing in the foregoing shall be construed as a waiver of the defendants' right to object to consolidation of any subsequently-filed or transferred related action.

**APPOINTMENT OF LEAD PLAINTIFF AND LEAD COUNSEL**

9. The following plaintiff and class member is appointed as lead plaintiff pursuant to 15 U.S.C. § 78u-4(a)(3)(B): Michael F. Stalka.

10. The law firm of Wolf Haldenstein Adler Freeman & Herz LLP is hereby appointed Lead Counsel.

11. With the approval of the Court, Lead Counsel shall assume and exercise the following powers and responsibilities:

- a. To coordinate the briefing and argument of motions;
- b. To coordinate the conduct of written discovery proceedings;
- c. To coordinate the examination of witnesses in depositions;
- d. To coordinate the selection of counsel to act as spokesperson at pre-trial conferences;
- e. To call meetings of the plaintiffs' counsel as they deem necessary and appropriate from time to time;
- f. To conduct all settlement negotiations with counsel for the defendants;
- g. To coordinate and direct the preparation for trial, and the trial of this matter and to delegate work responsibilities to selected counsel as may be required;
- h. To receive orders, notices, correspondence and telephones calls from the Court on behalf of all plaintiffs, and to transmit copies of such telephone calls to plaintiffs' counsel; and

i. To supervise any other matters concerning the prosecution or resolution of the Consolidated actions.

12. With respect to scheduling and/or procedural matters, defendants' counsel may rely upon all agreements with Lead Counsel.

13. No pleadings or other papers shall be filed or discovery conducted by any plaintiff except as directed or undertaken by Lead Counsel.

14. Counsel in any related action that is consolidated with the Consolidated Action shall be bound by this organizational structure of plaintiffs' counsel.

**SERVICE OF PLEADINGS AND OTHER PARTIES**

15. Service by the defendants on plaintiffs of any papers shall be deemed to be complete for all purposes when a copy is served on Lead Counsel.

IT IS SO ORDERED.

DATED: \_\_\_\_\_

\_\_\_\_\_  
U.S.D.J.